

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ARGONAUT INSURANCE COMPANY,	:	
	:	Docket No. 07 CV 6222 (SHS)
Petitioner,	:	
	:	DECLARATION OF
- against-	:	THOMAS FREUDENSTEIN
	:	
GLOBAL REINSURANCE	:	
CORPORATION - U.S. BRANCH,	:	FILED UNDER SEAL
	:	
Respondent/	:	
Counter-Petitioner	:	
	:	

I, THOMAS FREUDENSTEIN, declare the following to be true under penalty of perjury under the laws of the United States of America and pursuant to 28 U.S.C. § 1746:

1. I am a Senior Vice President of GLOBALE Rueckversicherungs-Aktiengesellschaft working in its offices in Cologne, Germany.

2. As a Senior Vice President, I am familiar with the corporate structure and operations of Petitioner GLOBAL Reinsurance Corporation - U. S. Branch.

3. GLOBAL Reinsurance Corporation - U. S. Branch is the United States branch office of a German company - Globale Rueckversicherungs-Aktiengesellschaft, formerly known as Gerling Konzern Globale Rueckversicherungs-Aktiengesellschaft. Globale Rueckversicherungs-Aktiengesellschaft's operations in the United States are not separately incorporated. Globale

Rueckversicherungs-Aktiengesellschaft is a company organized and existing under the laws of Germany.

4. Globale Rueckversicherungs-Aktiengesellschaft (hereinafter simply "GLOBAL") translated into English is "Global Reinsurance Corporation." GLOBAL is in the business of reinsurance throughout the world, and for its operations in the United States, it designates and goes by the English name, "GLOBAL Reinsurance Corporation - U. S. Branch."

5. WINSOR Verwaltungs-Aktiengesellschaft ("WINSOR"), formerly known as Gerling-Konzern Versicherung Beteiligungs-Aktiengesellschaft, is also a company organized and existing under the laws of Germany, with its principal place of business in Cologne, Germany, and is the parent of GLOBAL, such that both GLOBAL and its parent are German-based and German-owned companies.

6. GLOBAL'S worldwide principal place of business, including its headquarters and main office, is located in Cologne, Germany. Although its United States Branch has offices in New York, New York, these are not considered the principal place of business of GLOBAL, which conducts business throughout many countries in Europe, the United States, Australia and elsewhere.

7. For example, policy directives originate from GLOBAL'S home offices in Cologne, Germany to the branch offices located

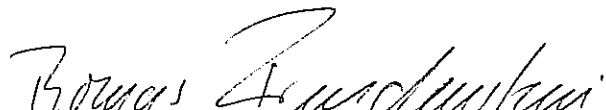
in several countries, including the U.S. Branch.

8. The board of directors of GLOBAL conducts a majority of its meetings in Germany. The policies of GLOBAL's U. S. Branch are set by the board of directors during these meetings. The management from the United States' Branch office reports to and receives direction, supervision, and oversight from GLOBAL's Cologne, Germany home office.

9. Although the United States management team in New York has the day to day responsibilities to manage GLOBAL's United States operations, they report to GLOBAL's senior management in the home office in Cologne, Germany. GLOBAL's management team in the United States does not get involved in GLOBAL's other operations outside of the United States.

10. GLOBAL'S principal place of business, including its headquarters and main operations, is in Cologne, Germany. Its New York, United States office is one of several offices in many countries. The New York office it is not considered the principal place of business of GLOBAL.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.
Executed on August 27, 2007.


Thomas Freudenstein